

Hearing Date: November 18, 2009
Hearing Time: 10:00 a.m. (prevailing Eastern time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York 10036
(212) 735-3000
Kayalyn A. Marafioti

Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

DPH Holdings Corp. Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

DPH Holdings Corp. Legal Information Website:
<http://www.dphholdingsdocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- -x
:
In re : Chapter 11
:
DPH HOLDINGS CORP., et al. : Case No. 05-44481 (RDD)
:
Reorganized Debtors. : (Jointly Administered)
:
----- -x

PROPOSED FORTY-NINTH OMNIBUS HEARING AGENDA

Location Of Hearing: United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, Room 118, White Plains, New York 10601-4140

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
- B. Continued Or Adjourned Matters (None)
- C. Uncontested, Agreed, Withdrawn, Or Settled Matters (None)
- D. Contested Matters (3 Matters)
- E. Adversary Proceedings (2 Matters)

A. Introduction

B. Continued Or Adjourned Matters*

See footnote.

C. Uncontested, Agreed, Withdrawn, Or Settled Matters

D. Contested Matters

1. **"Thirty-Sixth Omnibus Claims Objection"** - Reorganized Debtors' Thirty-Sixth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (I) Modify And Allow Claim And (II) Expunge Certain (A) Duplicate SERP Claims, (B) Books And Records Claims, (C) Untimely Claims, And (D) Pension, Benefit, And OPEB Claims (Docket No. 18983)

Responses filed: Baja Tape & Supply, Inc.'s Response to Reorganized Debtors' Thirty-Sixth Omnibus Objection (Docket No. 19003)

* Motions found at the following docket numbers that appeared on previous Proposed Hearing Agendas have been voluntarily withdrawn from the agenda and would need to be re-noticed under the Case Management Order to be reinstated on an agenda. Those items that appear in bold font are the subject of the Reorganized Debtors' Motion To Dismiss Off-Calendar Motions And Overrule Moot Objections (Docket No. 19020), found at item 3 of this agenda and, if the motion is granted, will be removed from this footnote on subsequent agendas, unless otherwise adjourned: **Mercedes-Benz U.S. International, Inc.'s Motion to File Claims [Docket No. 4778]**, **Methode Electronics, Inc.'s Setoff Motion [Docket No. 4912]**, **Computer Patent Annuities Limited's Motion To Assume Or Reject Executory Contract [Docket No. 5153]**, **Motion Of Sumida America Inc. To Allow Setoff/Recoupment And For Relief From Automatic Stay [Docket No. 6723]**, ATEL Leasing Corporation's Motion To Allow Administrative Claim [Docket No. 6990], **Debtors' Omnibus Objection To Claims For Postpetition Interest [Docket No. 12833]**, and Furukawa Administrative Expenses Motion [Docket No. 18706]. In addition, the following adversary proceedings have also been withdrawn from the agenda and would be subject to re-noticing to be reinstated on a hearing agenda: National Union Fire Insurance Company Of Pittsburgh, PA Adv. Pro. No. 07-01435, which has been settled as part of the MDL settlement and will be resolved upon the Court's approval of the MDL settlement; Debtors' Motion for Determination [Docket No. 30], and Plaintiff's Motion for Leave [Docket No. 36], Computer Sciences Corporation Adv. Pro. No. 09-01271.

Response of Bank of America, N.A. to Thirty-Sixth Omnibus Objection (Docket No. 19017)

Amended Response of Bank of America, N.A. to Thirty-Sixth Omnibus Objection (Docket No. 19021)

Response of Michigan Self-Insurers' Security Fund to Thirty-Sixth Omnibus Objection to the Reorganized Debtors Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 to (I) Modify and Allow Claim and (II) Expunge Certain (A) Duplicate SERP Claims, (B) Books and Records Claims, (C) Untimely Claims, and (D) Pension, Benefit and Open Claims (Docket No. 19053)

Memorandum of Ohio Environmental Protection Agency in Opposition to Reorganized Debtors' Thirty-Sixth Omnibus Objection Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 to (I) Expunge Certain (A) Equity Interests, (B) Books and Records Claims, (C) Untimely Claims, (D) Pension, Benefit, and OPEB Claims, and (E) Workers' Compensation Claims and (II) Modify and Allow Certain Claims (Docket No. 19055)

Response of AOL LLC to Reorganized Debtors' Thirty-Sixth Omnibus Objection Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 to Expunge Certain (I) Prepetition Claims, (II) Equity Interests, (III) Books and Records Claims, (IV) Untimely Claims, (V) Paid Severance Claim, (VI) Pension, Benefit, and OPEB Claims, and (VII) Duplicate Claims (Docket No. 19060)

Response to the Thirty-Sixth Omnibus Objection to Claim No. 19543 Claimants: Jose C. Alfaro and Martha Alfaro (Docket No. 19076)

Response of Lockheed Martin Corporation to the Thirty-Sixth Omnibus Claims Objection (Claim No. 15606) (Docket No. 19079)

United States of America's Response to Debtors' Objection to the Claim of the Internal Revenue Service (Claim No. 16504) (Docket No. 19088)

Claimant's Response to Reorganized Debtors' Thirty-Sixth Omnibus Objection Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 to (I) Expunge Certain (A) Equity Interests, (B) Books and Records Claims, (C) Untimely Claims, (D) Pension, Benefit,

and OPEB Claims: Joyce Skillman (Claim No. 7054) (undocketed)

Objection of Saundra Hamlin to Thirty-Sixth Omnibus Claims Objection (Claim No. 10830) (undocketed)

Objection of Jeffrey A. Miller to Thirty-Sixth Omnibus Claims Objection (Claim No. 11375) (undocketed)

Reply filed: *An omnibus reply will be filed.*

Related filings: *None.*

Status: *The hearing with respect to this matter will be proceeding.*

2. **"Thirty-Seventh Omnibus Claims Objection"** - Reorganized Debtors' Thirty-Seventh Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (I) Modify And Allow Claim And (II) Expunge Certain (A) Duplicate SERP Claims, (B) Books And Records Claims, (C) Untimely Claims, And (D) Pension, Benefit, And OPEB Claims (Docket No. 18984)

Responses filed: *Baja Tape & Supply, Inc.'s Response to Reorganized Debtors' Thirty-Seventh Omnibus Objection (Docket No. 19004)*

Stanley D. Smith's Response to Debtors' Thirty-Seventh Omnibus Objection, In re: Claim No. 16925 (Docket No. 19006)

James Luecke's Response to Administrative Claim No. 17081 Objection; with Certificate of Service (Docket No. 19007)

Response of Bank of America, N.A. to Thirty-Seventh Omnibus Objection (Docket No. 19018)

Amended Response of Bank of America, N.A. to Thirty-Seventh Omnibus Objection (Docket No. 19022)

Letter by Frank X. Budelewski re: Response and Objection to the Pension Benefit and OPEB Claim # 18087 (Docket No. 19026)

Letter by Deborah Chapman re: Objection to Notice of Objection to Claim, in re: Claim No. 19284 (Docket No. 19027)

Letter by Robert E. Dettinger re: Objection to the Thirty-Seventh Omnibus Claims Objection Regarding Administrative Claim No. 17863 (Docket No. 19032)

Letter by Dwight Goodin re: Objection to the Thirty-Seventh Omnibus Claims Objection Regarding Claim No. 16967 (Docket No. 19033)

Response to Debtor's Thirty-Seventh Omnibus Objection Pursuant to 11 U.S.C. § 503 (b) and Fed. R. Bankr. P. 3007 to Expunge Certain (I) Prepetition Claims, (II) Equity Interests, (III) Books and Records Claims, (IV) Untimely Claims, (V) Paid Severance Claims, (VI) Pension, Benefit, and OPEB Claims, and (VII) Duplicate Claims (Docket No. 19037)

Connecticut General Life Insurance Company's Response to Reorganized Debtors' Thirty-Seventh Omnibus Objection Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 to Expunge Certain (I) Prepetition Claims, (II) Equity Interests, (III) Books and Records Claims, (IV) Untimely Claims, (V) Paid Severance Claims, (VI) Pension, Benefit, and OPEB Claims, and (VII) Duplicate Claims (Docket No. 19047)

1st Choice Heating & Cooling's Response to the Reorganized Debtors' Thirty-Seventh Omnibus Objection Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 to Expunge Certain (I) Prepetition Claims, (II) Equity Interests, (III) Books and Records Claims, (IV) Untimely Claims, (V) Paid Severance Claims, (VI) Pension, Benefit and OPEB Claims, and (VII) Duplicate Claims (Docket No. 19049)

Response of Marybeth Cunningham to Objection to Claim No. 18422 (Docket No. 19061)

Response of AOL LLC to Reorganized Debtors' Thirty-Seventh Omnibus Objection Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 to Expunge Certain (I) Prepetition Claims, (II) Equity Interests, (III) Books and Records Claims, (IV) Untimely Claims, (V) Paid Severance Claim, (VI) Pension, Benefit, and OPEB Claims, and (VII) Duplicate Claims (Docket No. 19062)

Response of City of Oak Creek to Debtors' Thirty-Seventh Omnibus Claims Objection (Docket No. 19064)

Scott A. McBain's Response to Thirty Seventh Omnibus Claims Objection – Response to Notice of

Objection of Claim Administrative Expense – Claim No. 19162 (Docket No. 19069)

Response of William E. Cross to Notice of Objection to Claim (Docket No. 19070)

Objection of Saundra Hamlin to Thirty-Seventh Omnibus Claims Objection (Claim No. 10830) (undocketed)

Objection of Walter A. Kunka to Thirty-Seventh Omnibus Claims Objection (Claim No. 108604) (undocketed)

Objection of Philip J. Carson to Thirty-Seventh Omnibus Claims Objection (Claim No. 19551) (undocketed)

Reply filed: An omnibus reply will be filed.

Related Filings: Notice of Withdrawal of Proof of Claim Filed by Monroe County Water Authority (Claim No. 19441) (Docket No. 19075)

Notice of Withdrawal of Proof of Claim Filed by Renee Adamski (Claim No. 17686) (Docket No. 19081)

Notice of Withdrawal of Proof of Claim Filed by Michael Andrud (Claim No. 17683) (Docket No. 19082)

Notice of Withdrawal of Proof of Claim Filed by Michael Clancy (Claim No. 17687) (Docket No. 19083)

Notice of Withdrawal of Proof of Claim Filed by Jorge Cornego (Claim No. 17685) (Docket No. 19084)

Notice of Withdrawal of Proof of Claim Filed by Richard Henry Varner (Claim No. 17681) (Docket No. 19085)

Notice of Withdrawal of Proof of Claim Filed by Linda Wiersema (Claim No. 17682) (Docket No. 19086)

Notice of Withdrawal of Proof of Claim Filed by Jon R. Stegner (Claim No. 17684) (Docket No. 19087)

Status: The hearing with respect to this matter will be proceeding.

3. "**Motion To Dismiss Off-Calendar Motions And Overrule Moot Objections**" - Reorganized Debtors' Motion For Order Under 11 U.S.C. § 105 And Fed. R. Bankr. P. 7041 And 9014 (I) Dismissing Certain Off-Calendar Motions And Contested Matters And Overruling, Withdrawing, Or Otherwise Dismissing Or Deeming Moot Certain Objections Lodged In Connection With Procedures Set Forth In Debtors; 2007 Solicitation Procedures Motion (Docket No. 19020)

Responses filed: *Letter by Barbara Pauline Burger re: Response and Objection to Motion to Dismiss Off-Calendar Motions and Overrule Moot Objections (Docket No. 19046)*

Limited Objection of Methode Electronics, Inc. to Reorganized Debtors' Motion for Order Under 11 U.S.C. § 105 and Fed. R. Bankr. P. 7041 and 9014 (I) Dismissing Certain Off-Calendar Motions and Contested Matters and (II) Overruling, Withdrawing or Otherwise Dismissing or Deeming Moot Certain Objections Lodged in Connection with Procedures Set Forth in Debtors' 2007 Solicitation Procedures Motion (Docket No. 19050)

Limited Objection of SKF USA Inc. to Reorganized Debtors' Motion for Order Under 11 U.S.C. § 105 and Fed. R. Bankr. P. 7041 and 9041 (I) Dismissing Certain Off-Calendar Motions and Contested Matters and (II) Overruling, Withdrawing or Otherwise Dismissing or Deeming Moot Certain Objections Lodged in Connection with Procedures Set Forth in Debtors' 2007 Solicitation Procedures Motion, and Request for Immediate Payment of Outstanding Cure Obligations (Docket No. 19056)

Objection of Freudenberg-NOK General Partnership (and Its Subsidiary Freudenberg-NOK, Inc.) to Reorganized Debtors' Motion for Order Under 11 U.S.C. § 105 and Fed. R. Bankr. P. 7041 and 9014 (I) Dismissing Certain Off-Calendar Motions and (II) Overruling, Withdrawing, or Otherwise Dismissing or Deeming Moot Certain Objections Lodged in Connection with Procedures Set Forth in Debtors' 2007 Solicitation Procedures Motion (Docket No. 19063)

Reply filed: *An omnibus reply will be filed.*

Related filings: *None.*

Status: *The hearing with respect to this matter will be proceeding.*

E. Adversary Proceedings

4. **Pretrial Conference** - ACE American Insurance Company and Pacific Employers Insurance Company v. Delphi Corporation; State of Michigan Workers' Compensation Insurance Agency; and State of Michigan Funds Administration (Adv. Pro. No. 09-01510)

Status: *A pretrial conference will be held.*

5. **Local Bankruptcy Rule 7056-1 Summary Judgment Pre-Motion Conference** - ACE American Insurance Company and Pacific Employers Insurance Company v. Delphi Corporation; State of Michigan Workers' Compensation Insurance Agency; and State of Michigan Funds Administration (Adv. Pro. No. 09-01510)

Related filings: *Letter to Honorable Robert D. Drain from Lews R. Olshin, dated November 13, 2009, re: ACE American Insurance Company and Pacific Employers Insurance Company v. Delphi Corporation; State of Michigan Workers' Compensation Insurance Agency; and State of Michigan Funds Administration, Adversary Proceeding No.: 09-01510 (RDD), with attached Exhibits A-C (undocketed)*

Complaint (Adversary Docket No. 1)

Limited Objection to Debtors' Supplement to Motion for Order Approving Modifications to Debtors' First Amended Plan of Reorganization (as Modified) filed by Defendants, the State of Michigan Workers' Compensation Agency and the State of Michigan Funds Administration (Docket No. 18264)

Administrative Expense Claim filed by the Funds Administration on about July 15, 2009 (Claim Nos. 19168 and 18994), the Administrative Expense Claim Form filed by the Michigan Self-Insurers' Security Fund (one of the funds included in the Funds Administration) on or about July 15, 2009 (Claim Nos. 19281 and 18995), and four Proofs of Claim filed by the Michigan Self-Insurers' Security Fund on or about July 29 and 31, 2009 (Claim Nos. 19502, 19541, 19542, and 19501) (undocketed)

Administrative Expense Claims filed by each of the Plaintiffs on or about November 4, 2009 (Claim Nos. 19715 and 19716) (undocketed)

Defendants Michigan Workers' Compensation Agency's and Michigan Funds Administrator's Joint Motion to Dismiss for Lack of Jurisdiction and in the Alternative, for Abstention (undocketed)

Status: A Local Bankruptcy Rule 7056-1 summary judgment pre-motion conference will be held.

Dated: New York, New York
November 17, 2009

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By: /s/ Ron E. Meisler
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler

155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

By: /s/ Kayalyn A. Marafioti
Kayalyn A. Marafioti

Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for DPH Holdings Corp., et al.
Reorganized Debtors